

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ Southern _____ District of _____ New York _____

Case number (if known): _____ Chapter 15

☐ Check if this is an amended filing

Official Form 401

Chapter 15 Petition for Recognition of a Foreign Proceeding

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write debtor's name and case number (if known).

1. Debtor's name

Lupatech S.A.

2. Debtor's unique identifier

For non-individual debtors:

☐ Federal Employer Identification Number (EIN) _____ - _____

☒ Other 89.463.822/0001-12. Describe identifier Tax Reg. No / Tax ID.

For individual debtors:

☐ Social Security number: xxx - xx- _____

☐ Individual Taxpayer Identification number (ITIN): 9 xx - xx - _____

☐ Other _____. Describe identifier _____.

3. Name of foreign representative(s)

Ricardo Doebeli

4. Foreign proceeding in which appointment of the foreign representative(s) occurred

1st Chamber of Bankr., Judicial Recovery & Arb. Disputes, Sao Paulo, Brazil

5. Nature of the foreign proceeding

Check one:

- ☒ Foreign main proceeding
☐ Foreign nonmain proceeding
☐ Foreign main proceeding, or in the alternative foreign nonmain proceeding

6. Evidence of the foreign proceeding

- ☐ A certified copy, translated into English, of the decision commencing the foreign proceeding and appointing the foreign representative is attached.
- ☐ A certificate, translated into English, from the foreign court, affirming the existence of the foreign proceeding and of the appointment of the foreign representative, is attached.
- ☒ Other evidence of the existence of the foreign proceeding and of the appointment of the foreign representative is described below, and relevant documentation, translated into English, is attached.
Commencement Order, Homologation Order and Board Resolutions
appointing foreign representative (attached to Doebeli Declaration)

7. Is this the only foreign proceeding with respect to the debtor known to the foreign representative(s)?

- ☐ No. (Attach a statement identifying each country in which a foreign proceeding by, regarding, or against the debtor is pending.)
- ☒ Yes

Debtor Lupatech S.A. Case number (if known) _____
Name

8. Others entitled to notice

Attach a list containing the names and addresses of:

- (i) all persons or bodies authorized to administer foreign proceedings of the debtor,
- (ii) all parties to litigation pending in the United States in which the debtor is a party at the time of filing of this petition, and
- (iii) all entities against whom provisional relief is being sought under § 1519 of the Bankruptcy Code.

9. Addresses

Country where the debtor has the center of its main interests:

Brazil

Debtor's registered office:

Rua Alcides Lourenço da Rocha

Number Street

167 8o andar, Conjunto 81

P.O. Box

São Paulo

City State/Province/Region ZIP/Postal Code

Brazil

Country

Individual debtor's habitual residence:

Number Street

P.O. Box

City State/Province/Region ZIP/Postal Code

Country

Address of foreign representative(s):

Rua Alcides Lourenço da Rocha

Number Street

167 8o andar, Conjunto 81

P.O. Box

São Paulo

City State/Province/Region ZIP/Postal Code

Brazil

Country

10. Debtor's website (URL)

http://www.lupatech.com.br/lupatech/en/

11. Type of debtor

Check one:

☒ Non-individual (check one):

☒ Corporation. Attach a corporate ownership statement containing the information described in Fed. R. Bankr. P. 7007.1.

☐ Partnership

☐ Other. Specify: _____

☐ Individual

Debtor Lupatech S.A.
Name

Case number (if known) _____

12. Why is venue proper in this district?

Check one:

- ☐ Debtor's principal place of business or principal assets in the United States are in this district.
- ☐ Debtor does not have a place of business or assets in the United States, but the following action or proceeding in a federal or state court is pending against the debtor in this district:
- ☒ If neither box is checked, venue is consistent with the interests of justice and the convenience of the parties, having regard to the relief sought by the foreign representative, because:
property, existence of NY law debt, and proximity of creditors

13. Signature of foreign representative(s)

I request relief in accordance with chapter 15 of title 11, United States Code.

I am the foreign representative of a debtor in a foreign proceeding, the debtor is eligible for the relief sought in this petition, and I am authorized to file this petition.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct,

X

Signature of foreign representative

Ricardo Doeбели

Printed name

Executed on

04/26/2016
MM / DD / YYYY

X

Signature of foreign representative

Printed name

Executed on

MM / DD / YYYY

14. Signature of attorney

X

Signature of Attorney for foreign representative

Date

4/27/2016
MM / DD / YYYY

Fredric Sosnick
Printed name

Shearman & Sterling LLP
Firm name

599 Lexington Avenue
Number Street

New York
City

NY
State

10022
ZIP Code

(212) 848-4000
Contact phone

fsosnick@shearman.com
Email address

3326
Bar number

NY
State

Chapter 15 Petition

Item 8: Lists Pursuant to Bankruptcy Rules 1007(a)(4) and 7007.1 and
Section 1515(c) of the Bankruptcy Code

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Telephone: (212) 848-4000

Attorneys for the Foreign Representative

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 15
	:	
LUPATECH S.A., <i>et al.</i> , ¹	:	Case No. 16-[•] (___)
	:	
Debtors in a Foreign Proceeding.	:	(Joint Administration Pending)
	:	
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**LIST PURSUANT TO RULE 1007(a)(4) OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Ricardo Doebeli, in his capacity as the authorized foreign representative (the “**Foreign Representative**”) for the above-captioned debtors (collectively, the “**Debtors**”) in a proceeding (the “**Foreign Proceeding**”) commenced in the Federative Republic of Brazil pursuant to Federal Law 11.101 of February 9, 2005 (pending before the First Chamber of Bankruptcy, Judicial Recovery and Arbitration Disputes of the Comarca Forum of São Paulo), hereby files this list, by and through his undersigned counsel, pursuant to Rule 1007(a)(4) of the Federal Rules of Bankruptcy Procedure and respectfully represents as follows:²

¹ The last four digits of the Taxpayer Registration Number or Tax ID, as applicable, of each of the Debtors follow in parentheses: (a) Lupatech S.A. (01-12); (b) Lupatech – Equipamentos e Serviços para Petróleo Ltda (01-04); (c) Lupatech Finance Limited (none); and (d) Mipel Indústria e Comércio de Válvulas Ltda (01-00). The Debtors’ collective executive headquarters is located at Rua Alcides Lourenço da Rocha, 167 8o andar, Conjunto 81, São Paulo, Brazil.

² All information included herein is provided on a consolidated basis. The corporate ownership statement for each of the Debtors, as required by Bankruptcy Rule 1007(a)(4)(A), is appended to each Debtor’s chapter 15 petition (collectively, the “**Petitions**”).

I. Administrators in Foreign Proceedings Concerning the Debtors

Ricardo Doebeli is the only authorized foreign representative in the Foreign Proceeding. The Foreign Representative's address is: Rua Alcides Lourenço da Rocha, 167 8o andar, Conjunto 81, São Paulo, Brazil. There are no other administrators in any foreign proceedings concerning the Debtors.

II. Entities Against Whom Provisional Relief is Sought Pursuant to 11 U.S.C. § 1519

None.

III. All Parties to Litigation Pending in the United States in which Any of the Debtors is a Party at the Time of Filing of the Petitions

None.

Dated: New York, New York
April 27, 2016

Respectfully submitted,

/s/ Fredric Sosnick
SHEARMAN & STERLING LLP
Fredric Sosnick
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New York, New York 10022
Telephone: (212) 848-4000
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Chapter 15 Petition

Item 11: Corporate Ownership Statement

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Attorneys for the Foreign Representative

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : **Chapter 15**
:
LUPATECH S.A.,³ : **Case No. 16-_____ (___)**
:
Debtor in a Foreign Proceeding. :
:
-----X

**CORPORATE OWNERSHIP STATEMENT
OF LUPATECH S.A. PURSUANT TO
BANKRUPTCY RULES 1007(a)(4) AND 7007.1 AND LOCAL RULE 1007-3**

As of April 27, 2016, the corporations listed below directly or indirectly own 10% or more of the only outstanding class of equity interests in the Debtor.

Corporation Name	Percentage Ownership
BNDES PARTICIPAÇÕES S/A - BNDESPAR	29.60%

³ The last four digits of the Taxpayer Registration Number or Tax ID for Lupatech S.A. are "01-12." The Debtor's executive headquarters is located at Rua Alcides Lourenço da Rocha, 167 8o andar, Conjunto 81, São Paulo, Brazil.

Lupatech S.A.

VERIFICATION OF CHAPTER 15 PETITION

Pursuant to 28 U.S.C. § 1746, Ricardo Doebeli declares as follows:

I am the authorized foreign representative of Lupatech S.A. (the "**Debtor**"). I have full authority to verify the foregoing chapter 15 petition for recognition of a foreign main proceeding, including each of the attachments and appendices thereto, and I am informed and believe that the statements contained therein are true and accurate to the best of my knowledge, information, and belief.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 26 day of April 2016.

A handwritten signature in black ink, appearing to be 'R. Doebeli', written over a horizontal line.

By: Ricardo Doebeli
As: Authorized Foreign Representative of the Debtors